

P980000001863

W. Ray Fortner

Attorney at Law

422 South Florida Avenue

Lakeland, Florida 33801

Telephone (941) 688-5274

Fax (941) 687-2276

Post Office Box 326

Lakeland, Florida 33802

~~December 30, 1997~~

JANUARY 2, 1998

VIA AIRBORNE EXPRESS

FLORIDA DIVISION OF STATE  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: VARDAYNI, INC.

Dear Sirs:

Enclosed please find one original and one copy each of the Articles of Incorporation and Certificate Designating Place of Business, Naming Agent, for the above-referenced, along with my check in the amount of \$122.50 which covers:

1. \$35.00 Filing fee
2. \$52.50 Certified copy of Certificate Under Seal
3. \$35.00 Designation of Resident Agent

Please return the certified copy to this office in the enclosed self-addressed, stamped envelope.

Thank you for your assistance in this matter.

Sincerely,

*W. Ray Fortner*  
W. RAY FORTNER

WRF/mh  
Enclosures

98 JAN 02 AM 11:56  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
300002556998-5  
-01/12/98-0008-013  
\*\*\*122.50 \*\*\*122.50

*#24*

*mm 1-8-98*

A R T I C L E S O F I N C O R P O R A T I O N

OF

VARDAYNI, INC.

The undersigned incorporators hereby associate themselves together for the purpose of forming a corporation under and by virtue of the Laws of the State of Florida, with and under the following Articles of Incorporation.

ARTICLE I.

The name of this corporation shall be: VARDAYNI, INC. and its principal place of business shall be at 3096 Cypress Gardens Road, Winter Haven 33884, in the County of Polk and State of Florida 33801.

The name and address of the initial Resident Agent of this corporation is SUSAN E. CHAMBERS, 741 Cedar Knoll Dr., Lakeland, 33809, Polk County, Florida 33880.

ARTICLE II.

The general nature of the business to be transacted and which the corporation is authorized to transact, in addition to any lawful purpose authorized by the laws of the State of Florida and the powers granted by the State of Florida, shall be to sell canned and bottled beverages and food.

(a) Without on any particular limiting any of the objects or purposes or powers of the corporation, the business or purposes of the corporation shall be from time to time to do any one or more

FILED  
98 JAN -8 AM 11:58  
TALLAHASSEE, FLORIDA

or all of the acts and things herein set forth, and all such other acts, things and business or businesses in any manner connected therewith or necessary, incidental, convenient, or auxiliary thereto or calculated, directly or indirectly, to improve or promote the interest of the corporation, or enhance the value of, or render profitable any of its property or rights, as such corporation may lawfully do.

(b) The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this corporation; and the statements contained in each clause shall, except where otherwise expressed, be in no wise limited or restricted by reference to or inference from the terms of any other clause, but shall be regarded as independent purposes and powers.

### ARTICLE III.

The capital stock of this corporation shall be composed of ONE HUNDRED (100) shares at FIVE (\$5.00) Dollars each par value. The capital stock shall be sold, assigned, issued and transferred only in accordance with the By-Laws of the corporation as the corporation may from time to time make, change, alter, with a lien reserved in favor of the corporation upon all of its capital stock for any indebtedness which may at any time be due the holder of the same unto the corporation and which shall be a lien thereto superior to all other liens and claims of every character; and all assignments or transfers of stock of this corporation and which shall be subject thereto.

### ARTICLE IV.

The corporation shall begin business with a paid-in-capital

of FIVE HUNDRED AND NO/100 DOLLARS (\$500.00) and the subscriber hereby agrees to take the amount hereinafter set forth after her name.

#### ARTICLE V.

The corporation shall have perpetual existence unless dissolved in a manner provided by law.

#### ARTICLE VI.

The principal place of business of this corporation shall be 3096 Cypress Gardens Road of Winter Haven, County of Polk, State of Florida 33801; and its mailing address shall be 3096 Cypress Gardens Road, Winter Haven, 33884.

#### ARTICLE VII.

The number of Directors of this corporation shall not be less than two (2), nor more than five (5).

#### ARTICLE VIII.

The names and addresses of the Directors of this corporation subject to the By-Laws, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
NANDULAL V. PATEL	200 Avenue K, SE Winter Haven, FL 33880
CHETAN H. PATEL	200 Avenue K, SE Winter Haven, FL 33880

#### ARTICLE IX.

The names and addresses of the first officers of the corporation to hold office until new officers shall be elected are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
NANDULAL V. PATEL	President	200 Avenue K, SE, Apt. 257 Winter Haven, FL 33880
CHETAH H. PATEL	Vice President	200 Avenue K, SE, Apt. 257 Winter Haven, FL 33880
SUSAN E. CHAMBERS	Secretary/Trea.	741 Cedar Knoll Dr. Lakeland, FL 33809
	Vice President	

#### ARTICLE X

The names and addresses of the stockholders of the corporation and the number of shares which each agrees to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
NANDULAL V. PATEL	200 Avenue K, SE, Apt. 257 Winter Haven, FL 33880	50
CHETAH H. PATEL	200 Avenue K, SE, Apt. 257 Winter Haven, FL 33880	50

#### ARTICLE XI

The name and address of the Subscriber of the Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
SUSAN E. CHAMBERS	741 Cedar Knoll Drive Lakeland, Florida 33809

IN WITNESS WHEREOF, the subscriber has signed these Articles of Incorporation in his name and affixed his seal thereon this the 2nd day of January, 1998.

Susan E Chambers (SEAL)  
SUSAN E. CHAMBERS

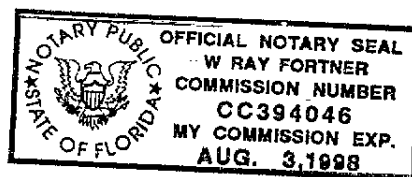
STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this  
2nd day of January, 1998, by

SUSAN E. CHAMBERS,

who is personally known to me.

*W Ray Fortner*  
NOTARY PUBLIC



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That VARDAYNI, INC. desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at 3096 Cypress Gardens Road, Winter Haven, Florida 33884, and;

That SUSAN E. CHAMBERS, has been named as Resident Agent of said corporation, whose address is 744 Cedar Knoll Drive, Lakeland, Florida 33809, and said Resident Agent shall accept service of process in the State of Florida.

Susan E Chambers  
SUSAN E. CHAMBERS, Vice President

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Susan E Chambers  
SUSAN E. CHAMBERS  
Resident Agent

FILED  
98 JAN -8 AM 11:56  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA